

From: [Hwang, Angeline](#)
To: [Frances Brunet Uriarte](#)
Cc: [Sonia Colón](#); [Gustavo Chico](#); [Marcus, Jacqueline](#)
Subject: RE: In re Sears Holdings Corporation, Bankr. Case No. 18-23538 (RDD)
Date: Thursday, February 6, 2020 11:16:58 PM
Attachments: [image002.png](#)
[image003.png](#)
[image004.png](#)
[image005.png](#)

We heard back from the underwriters' counsel. Unfortunately, due to unavoidable circumstances on her side, it is taking her longer than anticipated to get an answer to your request. However, she has asked me to inform you that should you seek relief by motion to lift the confidentiality designation, she should be served as a party to the settlement agreement.

Best,



Angeline Hwang

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153
Angeline.Hwang@weil.com
+1 212 310 8258 Direct
+1 212 310 8007 Fax

From: Hwang, Angeline
Sent: Wednesday, February 5, 2020 5:51 PM
To: 'Frances Brunet Uriarte' <fbrunet@ferraiuoli.onmicrosoft.com>
Cc: Sonia Colón <scolon@ferraiuoli.com>; Gustavo Chico <gchico@ferraiuoli.com>; Marcus, Jacqueline <jacqueline.marcus@weil.com>
Subject: RE: In re Sears Holdings Corporation, Bankr. Case No. 18-23538 (RDD)

The delay is not on account of the Debtors. I have followed up multiple times with the underwriters' counsel but have not heard back. I will inform her of your Friday deadline.

Best,



Angeline Hwang

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From: Frances Brunet Uriarte <fbrunet@ferraiuoli.onmicrosoft.com>

Sent: Wednesday, February 5, 2020 5:46 PM

To: Hwang, Angeline <Angeline.Hwang@weil.com>

Cc: Sonia Colón <scolon@ferraiuoli.com>; Gustavo Chico <Gchico@ferraiuoli.com>; Marcus, Jacqueline <jacqueline.marcus@weil.com>

Subject: RE: In re Sears Holdings Corporation, Bankr. Case No. 18-23538 (RDD)

Angeline—

Following up on your email below, dated January 27, 2020, what is the status on our request for removal of that certain *Confidential Settlement and Release Agreement's* "confidential" designation? While we are open to resolving this matter amicably, bear in mind that our request was initially made on January 5, 2020 (attached). Also bear in mind that as per J.Marcus' email to Judge Drain dated January 8, 2020 (attached), the Debtors represented that they expected to hear back from the Underwriters' counsel by January 9, 2020, and would advise the Court and Santa Rosa promptly. As of today, we have not been advised at all.

Hence, if we don't receive a final answer by Friday, February 7, 2020 at 9:00 AM EST, we will assume that our request has been denied and we will need to seek relief from the Court in accordance with Paragraph 23 of the *Amended Stipulated Protective Order* (Docket No. 1084).

Cordially,

Frances C. Brunet Uriarte



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Before you print this E-mail, ask if it's really necessary. Our environment concerns us all...

From: Hwang, Angeline <Angeline.Hwang@weil.com>

Sent: Monday, January 27, 2020 12:46 PM

To: Frances Brunet Uriarte <fbrunet@ferraiuoli.onmicrosoft.com>

Cc: Sonia Colón <scolon@ferraiuoli.com>; Marcus, Jacqueline <jacqueline.marcus@weil.com>

Subject: RE: In re Sears Holdings Corporation, Bankr. Case No. 18-23538 (RDD)

I spoke with the underwriter's counsel. She said she would make the request to her clients and will get back to us. I will let you know when I hear back.

Best,



Angeline Hwang

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From: Frances Brunet Uriarte <fbrunet@ferraiuoli.onmicrosoft.com>
Sent: Monday, January 27, 2020 11:43 AM
To: Hwang, Angeline <Angeline.Hwang@weil.com>
Cc: Sonia Colón <scolon@ferraiuoli.com>; Marcus, Jacqueline <jacqueline.marcus@weil.com>
Subject: RE: In re Sears Holdings Corporation, Bankr. Case No. 18-23538 (RDD)

Angeline—

What is the status on this matter?

Cordially,

Frances C. Brunet Uriarte



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From: Hwang, Angeline <Angeline.Hwang@weil.com>

Sent: Monday, January 20, 2020 7:27 PM

To: Frances Brunet Uriarte <fbrunet@ferraiuoli.onmicrosoft.com>

Cc: Sonia Colón <scolon@ferraiuoli.com>; Marcus, Jacqueline <jacqueline.marcus@weil.com>

Subject: RE: In re Sears Holdings Corporation, Bankr. Case No. 18-23538 (RDD)

I have not heard back yet, I will follow up.



Angeline Hwang

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From: Frances Brunet Uriarte <fbrunet@ferraiuoli.onmicrosoft.com>

Sent: Monday, January 20, 2020 6:20 PM

To: Hwang, Angeline <Angeline.Hwang@weil.com>

Cc: Sonia Colón <scolon@ferraiuoli.com>; Marcus, Jacqueline <jacqueline.marcus@weil.com>

Subject: RE: In re Sears Holdings Corporation, Bankr. Case No. 18-23538 (RDD)

Angeline—

Have you heard back from the Underwriters regarding removal of the *Settlement Agreement's* "confidential" designation in connection with (i) its pending state court actions or other related conversations and/or (ii) the *Motion for Relief from Stay* and *Motion for Leave to File Under Seal* (Docket Nos. 6317, 6316)? I recognize that Jaqueline is out-of-office but would appreciate an update on this matter.

Best,

Frances C. Brunet Uriarte



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From: Marcus, Jacqueline <jacqueline.marcus@weil.com>
Sent: Thursday, January 9, 2020 1:18 PM
To: Frances Brunet Uriarte <fbrunet@ferraiuoli.onmicrosoft.com>; Hwang, Angeline <Angeline.Hwang@weil.com>
Cc: Sonia Colón <scolon@ferraiuoli.com>
Subject: RE: In re Sears Holdings Corporation, Bankr. Case No. 18-23538 (RDD)

Thank you.



Jacqueline Marcus

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From: Frances Brunet Uriarte <fbrunet@ferraiuoli.onmicrosoft.com>
Sent: Thursday, January 9, 2020 12:16 PM
To: Marcus, Jacqueline <jacqueline.marcus@weil.com>; Hwang, Angeline <Angeline.Hwang@weil.com>
Cc: Sonia Colón <scolon@ferraiuoli.com>
Subject: RE: In re Sears Holdings Corporation, Bankr. Case No. 18-23538 (RDD)

Dear Jaqueline,

As discussed, Santa Rosa consents to adjourn to the February 24th Omnibus Hearing and extend the Debtors' objection deadline to **February 10th** at midnight.

Further, and in accordance with the *Amended Stipulated Protective Order* ("Order", Docket No. 1084), the Debtors will confer in good faith to the removal of the "confidential" designation the *Confidential Settlement and Release Agreement* (the "*Settlement Agreement*") so as to permit Santa Rosa to disclose its contents and/or file the same in connection with its pending state court actions or other related conversations. In the event the Underwriters do not agree, Santa Rosa will seek relief from the Court. See January 5th Removal of Designation Request attached.

Best,

Frances C. Brunet Uriarte



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